



บริษัท สยามฟิวเจอร์ดีเวลอปเมนต์ จำกัด (มหาชน)
SIAM FUTURE DEVELOPMENT PUBLIC CO., LTD.

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18 April 2025

Subject: Notice of the 2025 Annual General Meeting of Shareholders
Attention: Shareholders of Siam Future Development Public Company Limited
Enclosures: 1) Guidelines for Attending the Meeting of Shareholders through Electronics Means (e-AGM)
2) 2024 Annual Report and 2024 Financial Report in QR Code Format
3) Profiles of the Nominated Persons to be appointed as Directors to replace the Directors who are due to retire by rotation in 2025
4) Information on the list of External Auditors and the Audit Fees for the year 2025
5) Proxy Form
6) Request Form for the Hard Copy of 2024 Annual Report and 2024 Financial Report
7) Privacy Policy regarding the Shareholders' Meeting

The Board of Directors of Siam Future Development Public Company Limited has determined to hold the 2025 Annual General Meeting of Shareholders (the "AGM") on 28 April 2025 at 2.00 p.m., via electronic means (e-AGM) pursuant to the Emergency Decree on Electronic Meeting B.E. 2563 (A.D. 2020) and other relevant laws and regulations, to consider the following agenda items:

Agenda Item 1: To Acknowledge the Company's Performance Outcomes of 2024

Facts and Rationales: The Company's performance outcomes of 2024 have been summarized as appeared in the 2024 Annual Report (Details as shown in Enclosure 2). Shareholders who would like to receive a hard copy of the 2024 Annual Report are kindly requested to complete the Request form (Details as shown in Enclosure 6) and submit to the Company. Upon receipt the Request form, the Company will proceed with the document delivery accordingly.

Opinions of the Board: The Board recommends the shareholders to consider and acknowledge the Company's performance outcomes of 2024.

Voting Required to Pass the Resolution: This agenda is for acknowledgement.

Agenda Item 2: To Consider and Approve the Audited Financial Statements for the Year Ended 31 December 2024

Facts and Rationales: To comply with the Company's Articles of Association and Section 112 of the Public Limited Companies Act, shareholders shall approve the financial statements for the fiscal year ended 31 December 2024 audited by the auditor as appeared in the 2024 Financial Report (Details as shown in Enclosure 2).

Opinions of the Board: The Board recommends the shareholders to consider and approve the audited financial statements for the fiscal year ended 31 December 2024, audited by the external auditor who expressed an unqualified opinion on the aforementioned financial statements.

Voting Required to Pass the Resolution: Majority vote of the shareholders who attend the Meeting and cast their votes.

Agenda Item 3: To Consider and Approve the Non-payment of Dividend Against the 2024 Performance Outcomes

Facts and Rationales: The Company's dividend policy is to pay not less than 40% of its net profit after tax from financial statement in each period after deducting deficits (if any) and having sufficient working capital for business expansion. The dividend payment will not affect normal business of the Company.

In 2024, the Company has profits from its operation. However, after considering the Company's cash balance, cash flow and the future investment plan, the Company should suspend the dividend payment for the 2024 performance outcomes.

Opinions of the Board: The Board recommends the shareholders to consider and approve the non-payment of dividend against the 2024 performance outcomes.

Voting required to pass the resolution: Majority vote of the shareholders who attend the Meeting and cast their votes.

Agenda Item 4: To Consider and Approve the Appointment of Directors in Place of Those who are due to retire by rotation in 2025

Facts and Rationales: To comply with the Company's Articles of Association and Section 71 of the Public Limited Companies Act, stipulating that at every Annual General Meeting of Shareholders, one-third of the directors must retire from office. In 2025, there are 2 directors due to complete their terms, namely Mr. Sudhipak Chirathivat and Mr. Khemajit Choomwattana.

The Board has considered the appropriateness of the Board of Directors' required aspects, considering of qualifications, knowledge, competence, experience and expertise for the best interest of the Company. The Board (exclusive of those with vested interests in this matter), has proposed the reappointment of the 2 directors for another term, the names listed below. Profiles of the nominated individuals to be the directors appear in Enclosure 3.

- 1) Mr. Sudhipak Chirathivat Director (Shall be in place for another term)
- 2) Mr. Khemajit Choomwattana Director (Shall be in place for another term)

Opinions of the Board: The Board recommends the shareholders to approve the reappointment of the directors in place of those who are due to retire by the rotation in 2025, namely Mr. Sudhipak Chirathivat and Mr. Khemajit Choomwattana to be the directors of the Company for another term.

Voting Required to Pass the Resolution: Majority vote of the shareholders who attend the Meeting and cast their votes. Each director was proposed to appoint individually.

Agenda Item 5: To Consider and Approve the Appointment of the External Auditor and Determination of the Audit Fee for 2025

Facts and Rationales: To comply with the Company's Articles of Association and Section 120 of the Public Limited Companies Act, stipulating that the appointment of the Company's external auditors and the audit fees shall be approved at the Annual General Meeting of shareholders.

The Board has considered the auditor's qualifications, independence and past performance in comparison with the total number of service years as the Company's auditor, as well as the audit fee. The Board deemed it appropriate to propose the appointment of the external auditors of the Company and determination of the audit fee for 2025 to the Annual General Meeting for consideration (Details as appear on Enclosure 4).

Opinions of the Board: The Board recommends the Annual General Meeting to appoint the Company's auditors from KPMG Phoomchai Audit Ltd. namely 1) Mr. Bunyarit Thanormcharoen, 2) Ms. Thanyalux Keadkeaw, 3) Ms. Orawan Chunchakitsaen, 4) Ms. Chanarat Chanwa and 5) Mr. Treerawat Withayaphalert. Any one of them to be the external auditor of the Company and express an opinion on the Company's financial statements for 2025, and to approve the audit fee for 2025 with a ceiling of THB 450,000, the same rate as 2024.

Voting Required to Pass the Resolution: Majority vote of the shareholders who attend the Meeting and cast their votes.

Agenda Item 6: Other Businesses (if any)

All shareholders are cordially invited to attend the 2025 Annual General Meeting of Shareholders via Electronic means on the date and at the time specified above. Kindly note that the registration for attending the Meeting, the vote casting and the vote counting will be conducted by electronic means only.

For shareholders who would like to attend the Meeting through electronic means, please thoroughly study the **“Guidelines for attending the Meeting of Shareholders through electronic means (e-AGM)”** of the Company as set out in Enclosure 1.

In order for the 2025 Annual General Meeting of Shareholders to proceed via electronic means smoothly and efficiently, the Shareholders are requested to review and follow the instructions, registration procedures and protocols and appointment of proxy and supporting documents for the registration, the details of which are set forth in Enclosure 1. Should you have any questions about the agenda items for this meeting, please send them in advance to the Company at ir@siamfuture.com, together with specifying your name, surname and telephone number for compilation and further clarification on such relevant issues or queries by the Company at the Meeting.

Yours sincerely,

- Ampawee Chompoopongkasem -
(Ms. Ampawee Chompoopongkasem)
Secretary to the Board of Directors